

# EXHIBIT B

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

ARTHUR MENALDI, Individually and on  
Behalf of All Others Similarly Situated,

Plaintiff(s),

v.

OCH-ZIFF CAPITAL MANAGEMENT  
GROUP LLC, DANIEL S. OCH, JOEL M.  
FRANK, and MICHAEL COHEN,

Defendants.

No.: 14-CV-03251-JPO

**CLASS ACTION**

DECLARATION OF RALPH R.  
LANGSTADT IN SUPPORT OF  
PLAINTIFFS' MOTION FOR CLASS  
CERTIFICATION

I, Ralph R. Langstadt, declare, under penalty of perjury as follows:

1. I understand that I, along with Julie Lemond are serving as Lead Plaintiffs this litigation pursuant to the order of the Court.

2. I have read the initial complaint, and reviewed and authorized the filing of the Consolidated Amended Class Action Complaint (the "Complaint") that was filed against Defendants Och-Ziff Capital Management Group, LLC ("Och-Ziff" or the "Company"), Daniel S. Och ("Och"), Joel M. Frank ("Frank") and Michael Cohen ("Cohen").

3. I believe the action to be meritorious.

4. I am aware that the Complaint alleges, among other things, violations of Sections 10(b) and 20(a) of the Securities Exchange Act of 1934 as a result of Defendants' misleading statements and omissions of material fact concerning an investigation by the Securities Exchange Commission ("SEC") and Department of Justice ("DOJ") into violations by Och-Ziff of the Foreign Corrupt Practices Act ("FCPA") in connection with certain of Och-Ziff's investments in Africa and the Middle East.

5. I am aware that a class action lawsuit, like this one, is brought on behalf of not only myself, but also other shareholders that have been wronged in the same way during the Class Period.

6. I understand that this class action lawsuit is brought on behalf of the following persons or entities or are called the "Class": "all, other than defendants, who purchased Och-Ziff securities between February 9, 2012 and August 22, 2014, both dates inclusive."

7. I understand that the Class Period is from February 9, 2012 and August 22, 2014.

8. I understand that the Court appointed the Rosen Law Firm, P.A. and Pomerantz LLP as lead counsel in this action.

9. I understand that this action is now in the discovery phase.

10. I have communicated with counsel throughout the course of this action.

11. I agreed to be the one of the proposed class representatives in this action.

12. I understand that a class representative is a representative party who acts on behalf of other class members in directing the litigation. I am willing to serve as a class representative either individually or as part of a group.

13. I understand that as a class representative, I have a fiduciary responsibility to the absent class members to oversee the litigation and ensure that counsel for plaintiffs prosecute the case vigorously and in the interest of all class members equally.

14. I will continue to communicate with counsel about the status of the litigation, case strategies, settlement negotiations, and other matters pertinent to overseeing the litigation.

15. I independently monitored news about the Company through internet financial sites and the Company's own website and monitored Company news releases and its stock price.

16. I will continue to work with counsel to oversee the litigation, and I have and will continue to monitor the litigation.

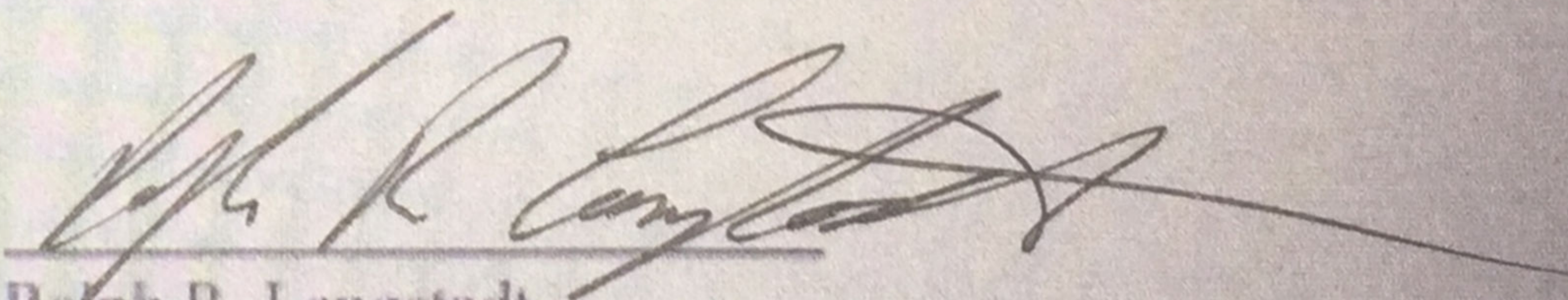
17. I understand that, as a class representative, my duties may include consulting with plaintiffs' counsel on proposed strategies and tactics during the course of the litigation,

16. I will continue to work with counsel to oversee the litigation, and I have and will continue to monitor the litigation.

17. I understand that, as a class representative, my duties may include consulting with plaintiffs' counsel on proposed strategies and tactics during the course of the litigation, making recommendations as to whether or not to accept a particular settlement offer, and testifying at deposition and trial. I accept and will diligently perform all such duties.

I declare under penalty of perjury of the laws of the United States of America that the foregoing is true and correct.

Executed this 9 day of AUG, 2016

  
Ralph R. Langstadt